

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

SHELDON H. SOLOW,

Plaintiff,

-v-

CONSECO, INC. and CARMEL FIFTH, LLC,

Defendants.

No. 06 CV 5988 (BSJ) (TK)

ECF Case

**DECLARATION OF JASON M. KORAL IN SUPPORT OF  
PLAINTIFF'S MOTION TO DISQUALIFY KIRKLAND & ELLIS LLP  
AS ATTORNEYS FOR DEFENDANTS**

Jason M. Koral, pursuant to 28 U.S.C. § 1746, under penalty of perjury, hereby declares as follows:

1. I am an attorney at Cooley Godward Kronish LLP, counsel for Plaintiff Sheldon H. Solow, in the above captioned matter. I submit this declaration in further support of Plaintiff's Motion to Disqualify Kirkland & Ellis LLP.

2. A true and correct copy of a Memorandum from Julie Olsen to the Conseco Creditors Committee, dated June 26, 2003, is attached hereto as Exhibit A.

3. A true and correct copy of a Memorandum from Wayne L. Maggin and Jon B. Schneidman to Bradley V. Ritter, dated March 13, 2003, is attached hereto as Exhibit B.

4. A true and correct copy of a chain of electronic mail communications terminating in an electronic mail communication from Julie Olsen to Roberto Miceli, dated July 7, 2003, and bearing the Bates Stamped labels CON12394-CON12396, is attached hereto as Exhibit C.

5. A true and correct copy of an Affidavit of Title Escrow and Indemnity, notarized September 25, 2003, is attached hereto as Exhibit D.

6. A true and correct copy of a letter from James E. Flaum and Jonathan L. Frey to Jon Scheidman, dated August 7, 2003, is attached hereto as Exhibit E.

7. A true and correct copy of Debtor's Omnibus Memorandum of Law in Support of Motions Relating to Trump Proof of Claim and Adversary Complaint and Counterclaims, dated March 5, 2003, is attached hereto as Exhibit F.

8. A true and correct copy of Debtor's Motion for Order Granting Authority to Sell Certain Real Property; Approving Bid and Other Procedures For, and Establishing the Date, Time, and Place of, Auction and Hearing; and Granting Authority to Enter into a Contract Containing a Break-up Fee, dated March 5, 2003, is attached hereto as Exhibit G.

9. A true and correct copy of Debtors' Application for Entry of an Order (1) Authorizing the Employment and Retention of Eastdil Realty Company, L.L.C. as Debtor's Real Estate Agent and (2) Approving Payment of a Professional Service Fee, dated March 5, 2003, is attached hereto as Exhibit H.

10. A true and correct copy of Conseco's Reply to Plaintiff's Opposition to Conseco's Motion to Dismiss the Complaint, dated October 23, 2006, is attached hereto as Exhibit I.

11. A true and correct copy of a letter from Reed Oslan to the Hon. Barbara S. Jones, dated December 11, 2006, is attached hereto as Exhibit J.

12. A true and correct copy of the transcript from the oral argument in *Solow Building Corp. v. Carmel Fifth, LLC et al.* in the Delaware Chancery Court, dated September 23, 2003, is attached hereto as Exhibit K.

13. A true and correct copy of a letter ruling from Chancellor Chandler, dated September 24, 2003, is attached hereto as Exhibit L.

14. A true and correct copy of Defendants Conseco, Inc. and Carmel Fifth, LLC's Memorandum of Law in Support of its Motion to Dismiss Plaintiff's Complaint, dated September 18, 2006, is attached hereto as Exhibit M.

15. A true and correct copy of a letter from Alan Levine to the Hon. Barbara S. Jones, dated October 11, 2006, is attached hereto as Exhibit N.

16. A true and correct copy of a letter from Reed Oslan to the Hon. Theodore H. Katz, dated November 10, 2006, is attached hereto as Exhibit O.

17. A true and correct copy of the Discovery Schedule, dated November 15, 2006, is attached hereto as Exhibit P.

18. A true and correct copy of a letter from Reed Oslan to the Hon. Theodore H. Katz, dated December 22, 2006, is attached hereto as Exhibit Q.

19. A true and correct copy of an Order from the Hon. Theodore H. Katz, dated January 3, 2007, is attached hereto as Exhibit R.

20. A true and correct copy of a Memo Endorsed by the Hon. Theodore H. Katz, dated January 29, 2007, is attached hereto as Exhibit S.

21. A true and correct copy of Plaintiff's First Request for Production of Documents, dated September 15, 2003, is attached hereto as Exhibit T.

22. A true and correct copy of Defendants' Memorandum in Opposition to Plaintiff's Motion for Preliminary Injunction, dated September 22, 2003, is attached hereto as Exhibit U.

23. A true and correct copy of a portion of Reorganizing Debtors' Sixth Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the United States Bankruptcy Code, dated September 9, 2003, is attached hereto as Exhibit V.

24. A true and correct copy of email communications between Cindy Malone and Bradley Ritter, dated September 18, 2003, are attached hereto as Exhibit W.

24. A true and correct copy of a typed communication from Scott E. Luellen to Reed Oslan, dated June 17, 2003, and bearing the Bates Stamp E00486 is attached hereto as Exhibit X.

I declare under penalty of perjury that the foregoing is true and correct.

Executed: New York, New York  
March 9, 2007

s/ Jason M. Koral

Jason M. Koral